

72513401v

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
SA ACQUISITION CORP.

FILED

MAY 14 1985

[Signature]
SECRETARY

IT IS HEREBY CERTIFIED THAT:

1. The name of the corporation (hereinafter called the "corporation") is SA ACQUISITION CORP.

2. The Certificate of Incorporation of the corporation is hereby amended by striking out Article FIRST thereof and by substituting in lieu of said Article the following new Article:

FIRST: The name of the corporation (hereinafter called the "corporation") is:

SCHRADER AUTOMOTIVE INC."

3. The amendment of the Certificate of Incorporation herein certified has been duly adopted in accordance with the provisions of Sections 328 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the undersigned has subscribed this document on this 7th day of May, 1985 and does hereby affirm, under penalties of perjury, that the statements contained therein are true and correct.

SA ACQUISITION CORP.

By: *[Signature]*
William Belzberg, President

Attest:

[Signature]
John C. Crum, Secretary

62.02